

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

MARCHBANKS TRUCK SERVICE, INC., *et al.*, on behalf of themselves and all others similarly situated,

Plaintiffs,

v.

COMDATA NETWORK, INC., *et al.*,

Defendants.

Civil Action No. 07-1078-JKG

Consolidated Case

**PLAINTIFFS' UNOPPOSED MOTION FOR AN AWARD OF
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES,
AND PAYMENT OF SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

Plaintiffs respectfully move this Court for an order (i) awarding attorneys' fees in the amount of one-third of the cash value of the \$130 million Aggregate Settlement Fund¹ (plus accrued interest); (ii) reimbursing Class Counsel for reasonably incurred litigation expenses in the amount of \$6,696,856.98; and (iii) approving service awards for the Court appointed Class Representatives in the following amounts: \$150,000 for Marchbanks Truck Service, Inc. d/b/a Bear Mountain Travel Stop; \$75,000 for Gerald F. Krachey d/b/a Krachey's BP South; \$75,000 for Walt Whitman Truck Stop, Inc.; and, \$15,000 for Mahwah Fuel Stop. Defendants do not oppose this motion.

The Court approved settlement administrator, Rust Consulting, Inc. ("Rust"), has administered the Court approved Settlement Class notice program. As part of that program, on April 14, 2014, Rust mailed the Long Form Notice to 6,846 Settlement Class members. That notice specifically advised Settlement Class Members that Class Counsel's application for an

¹ Certain capitalized terms used in this motion are defined in Section I of the Settlement Agreement.

award of attorneys' fees in the amount of one third of only the cash portion of the Settlement (*i.e.*, a total fee of \$43,333,333 (plus interest)), reimbursement of expenses up to \$7.5 million, and service awards to Class Representatives totaling \$315,000 would be filed with the Court by May 5, 2014, and made available on the settlement website maintained by the Settlement Administrator (www.truckstopantitrustsettlement.com). That same information was made available on the website starting on April 14, 2014. Also, the Publication Notice was submitted to (a) NACS (National Association for Convenience and Fuel Retailing) Magazine, for its May 2014 issue and (b) NATSO for its weekly e-newsletters, which ran from April 14 to May 5, 2014, by the April 14, 2014 deadline established by the Court's Preliminary Approval Order. (Dkt. 705).

The Settlement provides for (a) immediate payment of \$130 million to Plaintiffs and the Settlement Class of over 6,000 independent Truck Stops and other Retail Fueling Facilities; (b) valuable prospective relief in the form of, among other things, meaningful and enforceable commitments by Comdata to modify or not to enforce portions of Comdata's merchant services agreements with Settlement Class Members and the Major Chains that Plaintiffs had challenged in this case as being anticompetitive; and (c) an agreement by Comdata to engage in good faith negotiations relating to, *inter alia*, merchant transaction fees with certain Buying Groups that are, collectively, composed of hundreds of members of the Settlement Class.

In support of this Motion, Plaintiffs' Co-Lead Class Counsel submits the accompanying Plaintiffs' Memorandum in Support of their Uncontested Motion for an Award of Attorneys' Fees, Reimbursement of Expenses and Payment of Service Awards to the Representative Plaintiffs and the Declaration of Co-Lead Counsel Eric L. Cramer, Esq. with accompanying exhibits.

Respectfully Submitted,

Dated: May 5, 2014

/s/ Eric L. Cramer

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Co-Lead Counsel for Plaintiffs and the Settlement Class

CERTIFICATE OF SERVICE

I hereby certify that I am one of plaintiffs' attorneys and that on this date I caused copies of the papers annexed hereto, supporting Memorandum of Law and all exhibits to be served on all counsel of record in this proceeding via CM/ECF filing.

/s/ Eric L. Cramer

Dated: May 5, 2014